

11-22-1999



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
TRADEMARK

REEL: 001962 FRAME: 0591

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(732) 549-5600

Name

Diane V. Garrity

Address (line 1)

c/o Greenbaum, Rowe, Smith, Ravin, Davis & Himmel LLP

Address (line 2)

Metro Corporate Campus One

Address (line 3)

99 Wood Avenue South

Address (line 4)

Iselin, NJ 08830-2712

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

| | | |
|----------|--|--|
| 74589435 | | |
| | | |
| | | |

| | | |
|---------|---------|--|
| 1637239 | 1744221 | |
| 1636488 | 1749959 | |
| 1572700 | | |

Number of Properties

Enter the total number of properties involved.

#

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

165.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

500713

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Diane V. Garrity

Name of Person Signing

Signature

9-9-99

Date Signed

R

05-06-1997

R SHEET
LY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

481-40
482-135



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attached original documents or copy thereof.

To the Honorable Commissioner

1. Name of conveying party(ies):

Royal Lubricants Company, Inc.

RE MRD 2/19/97

- Individual(s)
- General Partnership
- Corporation-State (New Jersey)
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: _____

Name and address of receiving party(ies)

Name: RLI Acquisition, Inc.

Internal Address: _____

Street Address: 1020 King George Post Road

City: Fords State: NJ ZIP: 08863

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New Jersey
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

74/589435

TM

B. Trademark Registration No.(s)

163,7239 174,4221
163,6488 174,9959
157,2700

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Diane V. Garrity

Internal Address: c/o Greenbaum, Rowe, Smith, Ravin, Davis & Himmel

Street Address: 99 Wood Avenue South

City: Iselin State: NJ ZIP: 08830

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Diane V. Garrity

Name of Person Signing

Diane V. Garrity

Signature

Date

5

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

RE sub MRD 5-6-97

430 MM 02/21/97
481
482
125.00 ER
2/15/97

ASSIGNMENT AND ASSUMPTION AGREEMENT

ROYAL LUBRICANTS COMPANY, INC., having a principal place of business at Merry Lane, East Hanover, New Jersey (the "Assignor"), for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does by these presents assign to RLI ACQUISITION, INC., having a place of business at King George Post Road, Fords, New Jersey (the "Assignee"), all of its rights, title and interest in and to the trademarks on the Schedule A attached hereto, (the "Marks"), and the rights, benefits, privileges, licenses and benefits of every nature and description heretofore conferred upon Assignor by virtue of the Marks, including without limitation, any and all goodwill associated therewith, and Assignee accepts and assumes such rights, benefits, privileges, licenses and benefits.

TO HAVE AND TO HOLD the same unto Assignee, its successors and permitted assigns. Assignee hereby accepts said assignment subject to and upon the terms and conditions set forth in this Instrument.

This Agreement shall be binding upon and shall inure to the benefit of the parties hereto, their legal representatives, successors and assigns. The execution, delivery and performance of this Agreement will be governed by and construed in accordance with

the laws of the State of New Jersey.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the 31ST day of January, 1997.

ASSIGNOR:
ROYAL LUBRICANTS COMPANY, INC.

By: William W. Chalmers
William W. Chalmers, President


ASSIGNEE:
RLI ACQUISITION, INC.

By: Gerard F. Rubin
Gerard F. Rubin, President

ACKNOWLEDGEMENTS

STATE OF NEW JERSEY)
)SS:
COUNTY OF MIDDLESEX)

I CERTIFY that on January 31, 1996, William W. Chalmers, personally came before me and he acknowledged under oath, to my satisfaction, that he is the President of Royal Lubricants Company, Inc., and that he is the person named in and who executed the within instrument and signed, sealed and delivered this document as the voluntary act and deed of the said corporation, under authority granted to him by the Board of Directors of Royal Lubricants Company, Inc.


NOTARY PUBLIC

DIANE V. GARRITY
ATTORNEY AT LAW, STATE OF NEW JERSEY

STATE OF NEW JERSEY)
)SS:
COUNTY OF MIDDLESEX)

I CERTIFY that on January 31, 1997, Gerard F. Rubin, personally came before me and he acknowledged under oath, to my satisfaction, that he is the President of RLI Acquisition, Inc., and that he is the person named in and who executed the within instrument and signed, sealed and delivered this document as the voluntary act and deed of the said corporation, under authority granted to him by the Board of Directors of RLI Acquisition, Inc.


NOTARY PUBLIC

DIANE V. GARRITY
ATTORNEY AT LAW, STATE OF NEW JERSEY

EXHIBIT NO. 2-02(i)
INTELLECTUAL PROPERTY

Patents

None

Trademarks and Service Marks

Registered U.S. Marks

| <u>Mark</u> | <u>Registration No.</u> |
|------------------|-------------------------|
| AIRBORNE DESIGN® | 1637239 |
| AIRBORNE® | 1636488 |
| ROYCO® | 1572700 |
| ROYCO® | 1744221 |
| VIS-PROBE® | 1749959 |

Pending U.S. Marks

| <u>Mark</u> | <u>Application No.</u> |
|---------------|------------------------|
| GUARDIAN 360™ | 74/589435 |

Pending Foreign Marks

| <u>Mark</u> | <u>Application No.</u> |
|-----------------------------|------------------------|
| ROYCO™ (Mexico) | 260672 |
| ROYCO™ (Canada) | (Not Yet Available) |
| ROYCO™ (European Community) | 117820 |
| GUARDIAN 360™ (Mexico) | (Not Yet Available) |
| GUARDIAN 360™ (Canada) | (Not Yet Available) |

Copyright Registrations

None

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